

RECORDATION NO. 8665 Filed & Recorded

JAN 21 1977 1 35 PM

RECORDATION NO. 8595-14 Filed & Recorded

JAN 21 1977 1 35 PM



INTERSTATE COMMERCE COMMISSION

RICHMOND LEASING COMPANY

777 SOUTH POST OAK ROAD • HOUSTON, TEXAS 77056 • 713-827-9001

January 20, 1977

RECORDATION NO. 8665 Filed & Recorded

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Secretary, Interstate Commerce Commission
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION

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I.C.C.

Gentlemen:

In accordance with the provisions of Section 20c of the Interstate Commerce Act and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, there is submitted herewith for filing and recordation a Release, Equipment Trust Agreement, Assignment, and Bill of Sale of the railroad cars used or intended for use in connection with interstate commerce as follows:

1. Three (3) executed counterparts of a Release dated as of January 20, 1977, releasing and discharging a security interest and chattel mortgage granted by an Assignment and Security Agreement effective November 30, 1976, and filed with the ICC at 11:05 a.m. on November 30, 1976, under Recordation No. 8595;

2. Three (3) executed counterparts of an Equipment Trust Agreement dated as of January 19, 1977, by and between Richmond Leasing Company (vendor-lessee) and Mercantile National Bank at Dallas (trustee-lessor), as Trustee (hereinafter the "Equipment Trust Agreement, Series 10");

3. Three (3) executed counterparts of an Assignment dated as of January 20, 1977, by and between Richmond Leasing Company (Assignor) and Mercantile National Bank at Dallas (Assignee), executed in connection with the Equipment Trust Agreement, Series 10; and

4. Three (3) executed counterparts of a Bill of Sale dated as of January 20, 1977, between Richmond Leasing Company and Mercantile National Bank at Dallas.

The address of Richmond Leasing Company is 777 South Post Oak, Houston, Texas 77056, and the address of Mercantile National Bank at Dallas is 1704 Main Street, Dallas, Texas 75201.

Byron K. Burnett

Countersigned

Secretary
Interstate Commerce Commission
January 20, 1977
Page Two

The equipment covered by the Release and the Bill of Sale is described in Exhibit A hereto.

The equipment covered by the Equipment Trust Agreement is described in Exhibit B hereto.

The Equipment covered by the Assignment is described in Exhibit C hereto.

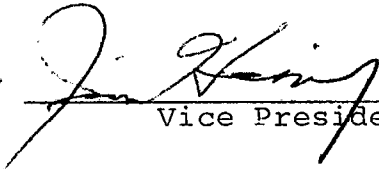
Enclosed is a check in the necessary amount to cover the recordation fee.

You are hereby authorized to deliver one executed copy of the Release, Equipment Trust Agreement, Assignment, and Bill of Sale, with filing data noted thereon, following recordation, to the representatives of Messrs. Dewey, Ballantine, Bushby, Palmer & Wood, who is delivering this letter and said enclosures to you.

Very truly yours,

RICHMOND LEASING COMPANY

By


Vice President

REGISTRATION NO. 9885 *B* Filed & Recorded

JAN 21 1977 1 25 PM

INTERSTATE COMMERCE COMMISSION

RICHMOND LEASING COMPANY
Equipment Trust, Series 10

BILL OF SALE

THIS AGREEMENT, dated the 20th day of January, 1977, by and between Richmond Leasing Company, a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Seller"), and Mercantile National Bank at Dallas, a national banking association incorporated and existing under the laws of the United States, as Trustee (hereinafter called "Buyer"), pursuant to Equipment Trust Agreement dated as of January 19, 1977, by and between Seller and Buyer.

In consideration of \$10.00 in hand paid, receipt of which is hereby acknowledged, Seller does hereby sell and convey to the Buyer the railroad cars described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances (including any leasehold interest) other than the Existing Leases described in the attached Exhibit B; and Seller further agrees to forever

warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.

RICHMOND LEASING COMPANY

(SEAL)

By Glenn A. Welsch
Glenn A. Welsch, President

ATTEST:

S. Ann Lusk
S. Ann Lusk, Secretary

THE STATE OF TEXAS §

COUNTY OF HARRIS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared GLENN A. WELSCH, President of Richmond Leasing Company, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of RICHMOND LEASING COMPANY, a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 19 day of January, 1977.

Jan Leavelle
Notary Public in and For
Harris County, T E X A S

EXHIBIT A

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity and type</u>	<u>Class</u>	<u>Capacity in gallons</u>	<u>Initialed car numbers</u>	<u>Date of earliest service</u>	<u>Term of lease</u>	<u>Monthly rental</u>
16 tank cars	111A100W1	16,000	RTMX 1614-1629	Oct. 1976	144 months	\$ 5,615
4 tank cars	111A100W5	20,800	RTMX 2667-2670	Oct. 1976	60 months	1,560
4 tank cars	111A100W5	20,800	RTMX 2671-2674	Oct. 1976	60 months	1,588
10 tank cars	105A300W	33,750	RTMX 3460-3469	Oct. 1976	60 months (1)	5,100
25 tank cars	105A300W	33,750	RTMX 3535-3559	Nov. 1976	144 months (2)	12,550
15 tank cars	111A100W3	23,500	RTMX 2462-2476	Nov. 1976	60 months	5,745

(1) Cancellation option after 36 months.

(2) Cancellation option after 36 and 60 months.

EXHIBIT B

EXISTING LEASES

1. Rider dated August 5, 1976 to Tank Car Lease and Service Contract dated November 20, 1975, between Richmond Leasing Company and Velsicol Chemical Corporation covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
16	16,000 gallons DOT111A100W1	RTMX 1614 ✓ thru 1629

2. Tank Car Lease and Service Contract dated July 23, 1976, between Richmond Leasing Company and Chemtech Industries covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	20,800 gallons DOT111A100W5	RTMX 2667 ✓ thru 2670

3. Tank Car Lease and Service Contract dated June 15, 1976, between Richmond Leasing Company and PPG Industries, Inc. covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
4	20,800 gallons DOT111A100W5	RTMX 2671 ✓ thru 2674

4. Tank Car Lease and Service Contract dated August 31, 1976, between Richmond Leasing Company and Translease Corp., including the guaranty thereof by Trans ammonia, Inc. dated November 24, 1976, covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
10	33,750 gallons DOT105A300W	RTMX 3460 ✓ thru 3469

5. Rider dated September 8, 1976 to Tank Car Lease and Service Contract dated November 3, 1975, between Richmond Leasing Company and Mobil Oil Company covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
25	33,750 gallons DOT105A300W	RTMX 3535 ✓ thru 3559

6. Tank Car Lease and Service Contract dated November 8, 1976, between Richmond Leasing Company and Mobay Chemical Corporation covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
15	23,500 gallons DOT111A100W3	RTMX 2462 ✓ thru 2476